

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	Chapter 11 Case No.
	:	
ENRON CREDITORS RECOVERY CORP.,	:	01-16034 (AJG)
f/k/a Enron Corp., et al.,	:	
	:	Jointly Administered
Reorganized Debtors.	:	
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**AGREED ORDER RESOLVING BANK OF COMMERCE'S MOTION FOR  
LEAVE TO AMEND PROOF OF CLAIM NO. 7691**

Upon consideration of the Motion for Leave to Amend Claim No. 7691

Or, Alternatively, To Designate Claim No. 7691 As An Informal Proof of Claim Against Enron Wind Constructors Corp., dated October 3, 2007 (the "Motion"), filed by Bank of Commerce ("CBC"); and it appearing that BOC and the Reorganized Debtors have reached a consensual resolution with regard to, among other things, the relief requested in the Motion, as set forth herein; and it appearing to the Court that the agreement reached by the parties in the best interest of the Reorganized Debtors and their estates; and after due deliberation and sufficient cause appearing therefor, it is hereby

ORDERED that, to the limited extent provided herein, the Motion is granted; and it is further

ORDERED that Claim No. 7691 shall be reduced and allowed as a general unsecured claim in the amount of One Hundred Forty-Nine Thousand Dollars (\$149,000.00) against Enron Wind Constructors Corp. and treated as a Class 48 Claim pursuant to the Supplemental Modified Fifth Amended Joint Plan of Affiliated Debtors

Pursuant to Chapter 11 of the United States Bankruptcy Code, dated as of July 2,2004;  
and it is further

ORDERED that the Reorganized Debtors shall take all steps required to have Bankruptcy Services LLC, the Court-approved claims agent in these cases, reflect such reduction, allowance and classification in the Claims Registry of the Reorganized Debtors' chapter 11 cases; and it is further

ORDERED that distributions on Claim No. 7691, pursuant to the Plan, shall commence with the Reorganized Debtors' regularly scheduled distribution in April 2008; and it is further

ORDERED that BOC shall indemnify and hold the Reorganized Debtors harmless, to the extent of the distribution received by BOG on account of Claim No. 7691, for any claims asserted by any third party with regard to Claim No. 7691, including, without limitation, any claims that may be asserted by the United States of America or the Internal Revenue Service; and it is further

ORDERED that the Court shall retain jurisdiction over any disputes arising hereunder.

Dated: New York, New York  
December 13, 2007

**s/Arthur J. Gonzalez**  
HONORABLE ARTHUR J. GONZALEZ  
UNITED STATES BANKRUPTCY JUDGE

AGREED AND CONSENTED TO:

By: /s/ Brian S. Rosen  
Brian S. Rosen (BR 0571)  
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ATTORNEYS FOR  
REORGANIZED DEBTORS

By: /s/ Keith M. Aurzada  
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BANK OF COMMERCE